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FILED & ENTERED

OCT 05 2022

CLERK U.S. BANKRUPTCY COURT
Central District of California
BY bolte DEPUTY CLERK

Attorneys for Chapter 11 Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
SANTA ANA DIVISION**

In re:

TRX HOLDCO, LLC, a Delaware limited
liability company,

Debtor and Debtor in Possession.

In re:

FITNESS ANYWHERE LLC, a Delaware
limited liability company, dba TRX and TRX
Training,

Debtor and Debtor in Possession.

☒ Affects both Debtors

☐ Affects TRX Holdco, LLC only

☐ Affects Fitness Anywhere, LLC only

Lead Case No.: 8:22-bk-10948-SC

Jointly administered with:
8:22-bk-10949-SC
Chapter 11 Cases

**ORDER APPROVING ASSUMPTION AND
ASSIGNMENT OF UNEXPIRED LEASES
AND/OR EXECUTORY CONTRACTS**

[No hearing required]

Pursuant to paragraph 19 and all other applicable provisions of that certain *Order Granting Debtors' Motion For An Order: (1) Approving Sale Of Substantially All Of The Debtors' Assets Free And Clear Of Certain Liens, Claims, Interests And Encumbrances; (2) Approving Assumption And Assignment of Unexpired Leases And Executory Contracts And Determining Cure Amounts, And Approving Rejection Of Unexpired Leases And Executory Contracts Which Are Not Assumed; (3) Waiving The 14-Day Stay Periods Of Bankruptcy Rule 6044(h) And 6006(d); And Granting Related Relief* [Docket No. 280] (the "Sale Order") and upon review of the *Notice of Assumption And Assignment Of Executory Contracts* [Docket No. 316] (the "Notice"), the Court ORDERS that the contracts identified below and in the Notice between Debtor Fitness Anywhere, LLC and the counterparties listed (the "Contracts") are hereby deemed assumed by Fitness Anywhere, LLC and assigned to JFXD Capital LLC, a Florida limited liability company, effective as of August 26, 2022, pursuant 11 U.S.C. § 365 (a) and (f) and upon the terms and conditions set forth in the Sale Order. The Contracts are as follows:


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<u>Counter Party</u>	<u>Description</u>
Adaptive Insights LLC	Software services agreement
Anytime Fitness LLC	Distributor agreement
Avalara	Software services agreement
Commercial Fitness Products Inc	Distributor agreement
Eat The Frog Fitness	Licensees for purchases from TRX.
Federal Bureau of Investigation National	Distribution agreement
GSA	Government Contract
Microsoft Corporation	Software subscription agreement
Power Digital Marketing Inc	Marketing services agreement
Sporting Life Pty. Ltd	Consulting services agreement
Tigers International Logistics BV	Logistics services agreement
TMA Worldwide Inc	Warehouse services agreement
USA Global Logistics/FreightHawk Xpress	Warehouse services agreement

IT IS SO ORDERED.

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Date: October 5, 2022


Scott C. Clarkson
United States Bankruptcy Judge